



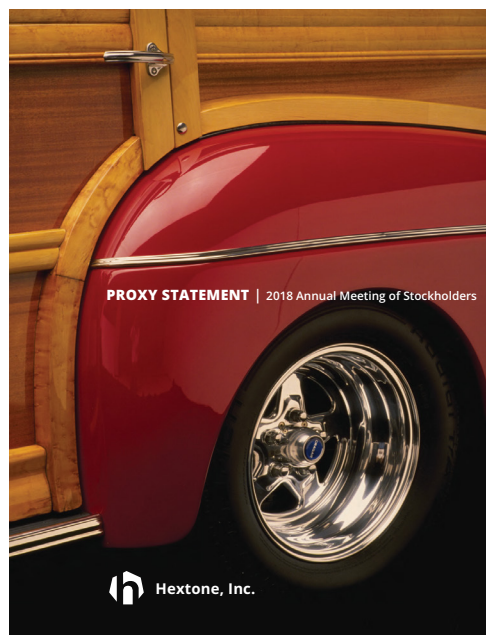
Best practices for a more powerful proxy statement

Easy-to-implement design changes can create a more effective shareholder communication.

In recent years, the proxy has evolved from a regulatory disclosure document to a vitally important shareholder communication. At the same time, proxies have become longer and more densely packed with information, in response to both SEC requirements and shareholder demand for transparency. It's no wonder so many companies are taking a fresh look at their proxy statements: They're going above and beyond requirements to provide more detailed information about governance decisions.

The need for clear and concise communication has never been greater. The proxy statement may be one of the few shareholder communications that actually gets read and analyzed. Yet today's time-challenged proxy voters and shareholders have very little time to read and digest all the information.

It's no longer enough to design with only SEC compliance in mind. In order to advance corporate goals, proxy statements must make detailed information more accessible and easy to understand. For many companies, that means re-imagining the entire look and feel of their proxy statements to create a more user-friendly document. This transformation can be an incremental change, or a complete redesign. No matter which approach you take, you should take advantage of best practices to help your company get the most value from your proxy statement. Here are some suggestions for you to consider.



1. MAKE YOUR STORY MORE ENGAGING

Increasingly, proxy statements are borrowing proven design techniques from annual reports and other shareholder communications. Dull, all-type documents are giving way to a simpler, more visually appealing approach that incorporates company brand values, color and graphics that help readers understand complex issues quickly.

No one wants to read a lot of legalese, or search for the information they need. Use plain English, and structure your proxy to encourage greater engagement. Provide a detailed table of contents, and use section headers to help readers navigate long documents. Lead off with a chairman's letter, or a communication from the entire board. Use bold fonts, color, shading and graphics to draw attention to important messaging.



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2. SUMMARIZE KEY POINTS

There's a growing trend to include a brief summary (usually several pages) that encapsulates all of the highlights right up front. A summary is a great way to balance the need to provide more in-depth data with investor's demand for brevity and clarity. It's also an opportunity to outline your company's goals and strategy. Don't hesitate to include visual elements to enhance understanding.


3. AIM FOR A MODERN "LOOK AND FEEL"

Make your design easy on the eyes. For easy reading, keep paragraphs short, and columns no more than 64 characters wide. Give each page enough white space to allow plenty of "breathing room" for your content.

Select appropriate fonts. Whether you choose a serif or sans serif style, standard fonts such as Arial or Palatino will render cleanly both in print and on the web. As a general rule, two font families (including various weights and styles, such as bold and italic fonts) are sufficient.

Consider font size carefully, and limit the small print to footnotes. Allow at least two extra points of space between lines of text to enhance readability. Make page layouts more varied and interesting with bullets, tables and checklists, and use color to draw the reader's eye and emphasize key points that might otherwise be missed.

PROFILES (REQUIRED YOUR YEAR)



WILLIAM MURRAY

Position, Principal Occupation and Professional Experience
William joined in 2014 as a Private Manager in our New York office. He joined us from Signet Capital where he was a senior analyst for seven years. Prior to that he worked at Signet as a member of the North West Capital and Analytics. He earned a Bachelor of Arts in Economics from Northwestern University.


Other Current Public Directorships Capital Industries Holdings, Inc. (Director, Member of the Organization & Compensation and Corporate Governance & Nominations Committees)

Prior Public Company Directorships (within the last five years) ARINC (until December 2013)

Director Qualifications
The Board of Directors considered William's business operations background, including his service as the chief executive officer of a number of businesses, and his expertise in the aerospace and defense industries.

Board Committee
Audit

Age 45



MICHAELA ROBINSON

Position, Principal Occupation and Professional Experience
Michaela is a Partner and Media Profile Manager. She joined B&W in 2014 to manage high-level media profiles and was named Partner in 2017. Prior to B&W, she was a Senior Analyst at SAC Capital Advisors. Experience also includes business development and entrepreneurial activities in entertainment/media business and investment banking at the British firm, Huxford Morgan. She earned her undergraduate degree from University of Pennsylvania. She was also a member of the Business Administration Council (Council University of New York, NY).

Other Current Public Directorships Republic Services, Inc. (Director and Member of the Audit Committee) and Kaltura Inc. (Director and Member of the Corporate Governance Committee)

Other Directorships, Fellowships and Memberships The Association of the United States Army (Council of Women), Thinkful (Director, Media Institute of Technology (Director), Army Operational Foundation (Director) and Logistics Management LLC (Director)

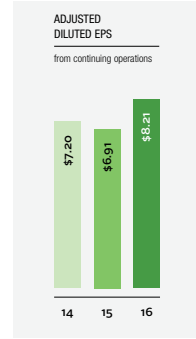
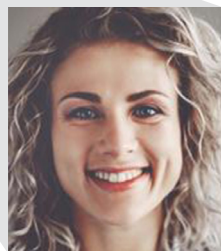
Board Committee
Nominating/Corporate Governance

Director Qualifications
The Board of Directors considered General (Brigadier) Robinson's distinguished career in the United States Army and her extensive knowledge of the defense industry.

Board Committee
Nominating/Corporate Governance

Age 45

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	2016*	2015*	2014**
In millions, except per share amounts			
For the year ended December 31			
Revenues	\$19,520	\$19,400	\$19,280
Operating income	\$4,008	\$4,475	\$1,002
Segment operating income**	\$4,008	\$4,520	\$1,002
Operating margin	20.5%	23.0%	5.2%
Segment operating margin	20.5%	23.0%	5.2%
Diluted earnings per share (EPS) from continuing operations	\$8.21	\$7.44	\$2.41
Adjusted diluted earnings per share (EPS) from continuing operations	\$8.21	\$6.91	\$7.20
Adjusted return on capitalization	19.8%	20.0%	20.2%
Free cash flow from operating activities (FCF) from continuing operations	\$1,997	\$1,470	\$1,068
Cash dividends per common share	\$3.80	\$3.60	\$3.41
Common stock repurchased	\$273	\$381	\$862

* For the years ended December 31, 2016, 2015, and 2014 year after the sale of International Security, which was completed on February 1, 2014, and is reported as discontinued operations.
 ** Segment operating income and margin represent average U.S. business operations for the year less income tax benefits of \$2 million and the general corporate expense of \$10 million for the year ended December 31, 2014.
 *** Return on capitalization (ROIC) from continuing operations is a non-GAAP financial measure that excludes share repurchases, debt amortization and asset impairment charges. Return on capitalization (ROIC) for the year ended December 31, 2016 is based on the average of the return on capitalization for the three-year period.

4. VISUALIZE INFORMATION WITH CHARTS AND GRAPHICS

A well-designed chart highlights key data and makes your point instantly clear. Keep charts and graphs simple and straightforward, with legends that are easy to read. Don't go overboard on creativity or combine subjects. Clarity, logical organization and consistency count. Use graphics in your proxy statement to:

- **Explain executive compensation**
“Say on Pay” continues to be a hot button issue. Use graphs to show how your compensation packages compare with those of peer companies and competitors.
- **Reveal board composition**
A board matrix delivers key data about your directors in a single glance. Visualize board diversity, tenure, and the range of skills and experience that candidates bring to the table.
- **Clarify corporate policies**
Create a checklist that shows which governance practices your company follows, and which it does not.

5. PERSONALIZE YOUR BOARD

When shareholders can associate a face with a name, they are more likely to feel a connection to your board and your company. So add photos to enhance director profiles. Use bullet points make it easy to scan board member qualifications, career highlights, committee memberships, and other board memberships.

6. PROMOTE YOUR BRAND

Make a strong first impression with a branded cover design. Use your colors, tagline and other brand elements throughout the document to remind shareholders of your brand values, and help institutional proxy voters understand what your company does.

LET BROADRIDGE HELP

No matter what design approach you choose, you'll want to have an intuitive, cost-efficient solution to help make your vision a reality. That's where Broadridge can help. Our Enhanced Proxy Design Service streamlines the proxy design process from start to finish. We offer four comprehensive packages that include typesetting and design services, unlimited author's alterations, HTML conversion and fast turnaround—so you can save time and effort while keeping your budget under control.

You'll also benefit from our unsurpassed knowledge of SEC requirements, shareholder communications and financial technology. Tap into the industry's trusted leader in proxy design:

- **More efficient content management**
A single-source XML document simplifies authoring and version control, and can output for print or the web.
- **Cost reduction**
We can help reduce the number of pages in your proxy to minimize printing and mailing expense.
- **Enhanced packaging**
Get your proxy noticed in the mailbox and increase open rates. Clear back polywrap packaging shows your proxy cover before the envelope is opened.

TALK TO THE PROXY EXPERTS AT BROADRIDGE

Let the industry's only true single-source solution for all your document management, SEC compliance and shareholder communications needs show you how easy and cost-effective it can be to power up your proxy statement. Contact us today. +1 (844) 364-4966



Broadridge, a global fintech leader with over \$9 billion* in market capitalization, provides communications, technology, data and analytics solutions. We help drive business transformation for our clients with solutions for enriching client engagement, navigating risk, optimizing efficiency and generating revenue growth. *As of November 2017

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Ready for Next

Communications
Technology
Data and Analytics



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